

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION**

WILLIAM L. WEST, CUSTODIAL	:	
TRUSTEE OF THE EP CUSTODIAL	:	
TRUST,	:	
	:	
Plaintiff,	:	Case No. 1:10-cv-00517-MRB
	:	
v.	:	Judge Michael R. Barrett
	:	
URS CORPORATION,	:	
	:	
Defendant.	:	

**ORDER GRANTING THE MOTION OF CUSTODIAL TRUSTEE TO APPROVE
COMPROMISE WITH URS CORPORATION**

This matter came to be heard before the Court on the *Motion of Custodial Trustee to Approve Compromise with URS Corporation* (the "Motion") seeking approval of a compromise between Plaintiff William L. West, Custodial Trustee of the EP Custodial Trust ("Custodial Trustee"), and URS Corporation ("URS"). The Court finds as follows:

1. The Custodial Trustee filed a Complaint against URS in the United States Bankruptcy Court for the Southern District of Ohio on March 9, 2010 [Docket No. 1] and asserted claims for damages against URS for breach of the Agreement¹ to remediate a trichloroethylene plume in the ground water located beneath and migrating from Industrial Drive

¹ Capitalized terms not defined in this Order retain the same definitions in the Motion.

in Hillsdale, Michigan. An Amended Complaint was filed by the Custodial Trustee on September 9, 2010 [Docket No. 4]. URS filed an Answer and Counterclaim on November 1, 2010 [Docket No. 8], to which the Custodial Trustee filed an Answer on November 16, 2010 [Docket No. 9]. A Second Amended Complaint was filed by the Custodial Trustee on April 21, 2011 [Docket No. 12]. On June 9, 2010, the Custodial Trustee and URS filed a Joint Motion for Withdrawal of Reference, which motion was granted by this Court's Order on July 19, 2010. [Docket No. 27] of Adv. Proc. No. 1:10-ap-01042.

2. The Custodial Trustee and URS have resolved their differences and have entered into a Release and Settlement Agreement, providing for payment by URS of \$250,000.00 to the Custodial Trustee and a mutual release of all claims between the Parties. The Release and Settlement Agreement is conditioned on the issuance this Order granting approval of the Release and Settlement Agreement by the District Court and will have no force or effect and will be void if such approval is not obtained.

3. In connection with a review of the Custodial Trustee's Motion, the Court considered the following factors: (1) the probability of success in litigation; (2) the complexity of the litigation involved, as well as the expense, inconvenience and delay necessarily attendant to the litigation; (3) the difficulties to be encountered in collecting or enforcing any judgments that might be rendered; and (4) the paramount interest of the Trust with proper deference to its interests. Upon consideration of these factors, the judgment of the Custodial Trustee, and any timely objections made to the Motion, the Court finds that the terms of the compromise are fair and equitable and in the best interests of the Trust. Approval of the compromise will facilitate completion of Environmental Actions outlined in the Custodial Trust and avoid the costs and uncertainties of litigation.

4. Proper notice of the Motion and hearing on the Motion was issued by the Custodial Trustee, pursuant to Order of this Court, to all parties receiving notice and creditors in the Bankruptcy Case, the Office of the United States Trustee, and all other parties who have appeared and requested electronic notice. Those parties have had the opportunity to be heard by this Court at a hearing on this Motion.

After due deliberation and sufficient cause,

IT IS HEREBY ORDERED AS FOLLOWS:

- A. The Motion is granted in its entirety. The Custodial Trustee is authorized to enter into the Release and Settlement Agreement attached to the Motion;
- B. All objections are overruled. This Court will retain continuing jurisdiction over the Parties for the purpose of enforcing the terms of the Release and Settlement Agreement.

IT IS SO ORDERED.

/s/ Michael R. Barrett

United States District Judge

Prepared and submitted by:

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